

UNITRIN INC
Form 4
July 05, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KONAR EDWARD JAMES

(Last) (First) (Middle)

ONE EAST WACKER DRIVE

(Street)

CHICAGO, IL 60601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UNITRIN INC [UTR]

3. Date of Earliest Transaction (Month/Day/Year)
07/03/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/03/2007		M	554 A \$ 47	33,776.14 ⁽²⁾	D	
Common Stock	07/03/2007		M	1,942 A \$ 47	35,718.14 ⁽²⁾	D	
Common Stock	07/03/2007		M	993 A \$ 47	36,711.14 ⁽²⁾	D	
Common Stock	07/03/2007		M	3,593 A \$ 47	40,304.14 ⁽²⁾	D	
Common Stock	07/03/2007		M	1,776 A \$ 42.98	42,080.14 ⁽²⁾	D	

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Common Stock 07/03/2007 F 8,279 (1) D \$ 50.87 33,801.14 (2) D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Options (3)	\$ 47	07/03/2007		M		05/27/2005 05/02/2011	Common Stock 554
Employee Stock Options (3)	\$ 50.87	07/03/2007		A		01/03/2008 05/02/2011	Common Stock 523
Employee Stock Options (3)	\$ 47	07/03/2007		M		05/27/2005 05/02/2011	Common Stock 1,942
Employee Stock Options (3)	\$ 50.87	07/03/2007		A		01/03/2008 05/02/2011	Common Stock 1,837
Employee Stock Options (3)	\$ 47	07/03/2007		M		05/27/2005 05/03/2010	Common Stock 993
Employee Stock Options (3)	\$ 50.87	07/03/2007		A		01/03/2008 05/03/2010	Common Stock 939
Employee Stock Options (3)	\$ 47	07/03/2007		M		05/27/2005 05/02/2011	Common Stock 3,593
Employee Stock Options (3)	\$ 50.87	07/03/2007		A		01/03/2008 05/02/2011	Common Stock 3,399

Employee Stock Options ⁽³⁾	\$ 42.98	07/03/2007	M	1,776	02/15/2007	02/05/2013	Common Stock	1,776
Employee Stock Options ⁽³⁾	\$ 50.87	07/03/2007	A	1,581	01/03/2008	02/05/2013	Common Stock	1,581

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KONAR EDWARD JAMES ONE EAST WACKER DRIVE CHICAGO, IL 60601			Vice President	

Signatures

Scott Renwick,
Attorney-in-Fact

07/05/2007

 Signature of Reporting Person

 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This reflects shares withheld or surrendered, either actually or constructively, to the Issuer in payment of the exercise price and/or taxes due in connection with the exercise of options disclosed in Table II.
- (2) Included in the total are 4,734.14 shares held in Issuer's 401(k) Plan.
- (3) Rights to buy.
- (4) Reporting person holds a total of 71,972 options under Unitrin, Inc. stock option plans.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.